

**IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS**

KLEEN PRODUCTS LLC; R.P.R.
ENTERPRISES, INC.; MIGHTY PAC,
INC.; FERRARO FOODS, INC.;
FERRARO FOODS OF NORTH
CAROLINA, LLC; DISTRIBUTORS
PACKAGING GROUP, LLC; RHE
HATCO, INC.; THULE, INC.; and
CHANDLER PACKAGING, INC.,
individually and on behalf of all those
similarly situated,

Plaintiffs,

v.

PACKAGING CORPORATION OF
AMERICA; INTERNATIONAL PAPER
COMPANY; NORAMPAC INDUSTRIES
INC.; CASCADES, INC.; DOMTAR
CORPORATION; WEYERHAEUSER
COMPANY; GEORGIA PACIFIC LLC;
TEMPLE-INLAND INC.; and SMURFIT-
STONE CONTAINER CORPORATION

Defendants.

Case No. 10-cv-05711
Honorable Milton I. Shadur

**DEFENDANT WEYERHAEUSER COMPANY'S MOTION TO DISMISS
THE CONSOLIDATED AND AMENDED COMPLAINT**

Defendant Weyerhaeuser Company (Weyerhaeuser), pursuant to Federal Rule of Civil Procedure 12(b)(6), respectfully moves this Court to dismiss the Consolidated and Amended Complaint (Complaint) against Weyerhaeuser, and states in support:

1. On November 8, 2010, Plaintiffs filed their Complaint against several containerboard manufacturers, including Weyerhaeuser, alleging a *per se* violation of Section 1 of the Sherman Act, 15 U.S.C. § 1. The Complaint alleges that the defendants entered into a conspiracy to “artificially raise, fix, maintain, and/or stabilize prices for Containerboard Products in the United States.” (Compl. ¶ 197).

2. This Court should dismiss Plaintiffs' Complaint for failure to state a claim under *Bell Atlantic Corporation v. Twombly*, 550 U.S. 544 (2007). Plaintiffs have failed to allege any of the facts necessary to suggest plausibly that Weyerhaeuser entered into any conspiracy of any kind, let alone a complicated, multi-year conspiracy to depress supply and raise prices of containerboard products.

WHEREFORE, for this reason and those included in more detail in Defendants' Joint Memorandum of Law in Support of Defendants' Motions to Dismiss the Consolidated and Amended Complaint, which Weyerhaeuser joins and incorporates here by reference, Weyerhaeuser respectfully asks this Court to dismiss Plaintiffs' Complaint.

Dated: January 14, 2011

Respectfully submitted,

WEYERHAEUSER COMPANY

By: /s/ David Marx Jr.
One of its Attorneys

David Marx Jr.
Jennifer S. Diver
MCDERMOTT WILL & EMERY LLP
227 W. Monroe Street
Chicago, Illinois 60606
Telephone: (312) 372-2000
Facsimile: (312) 984-7700
dmarx@mwe.com
jdiver@mwe.com

CERTIFICATE OF SERVICE

I hereby certify that on the 14th day of January, 2011, I caused a true and correct copy of the foregoing to be filed electronically with the Clerk of the Court by using the CM/ECF system, which will send a notice of electronic filing to all parties and counsel of record.

/s/ David Marx Jr.
One of the Attorneys for Weyerhaeuser
Company